



Overture Center Foundation
Board of Directors
June 25, 2019
4 – 5.30 PM
Promenade Lounge

overture.org

MINUTES

Present: Pablo Sanchez (call in), Katie Dowling-Marcus, Joe Sensenbrenner, John Surdyk, Betty Custer, Roberta Gassman, Dianne Christensen, Charlie Saeman, Linda Baldwin O'Hern, Ana Hooker, Hanah Taylor, Bryan Chan, Mike Verveer, Laura Peck

Excused Absence: Daniel Kuehn, Greg Dombrowski (potentially call in), Anna Burish, Telisa Yancy, Missy Tracy, Julie Marriott, Shawn Guse

Unexcused Absence: John Grande, Jeff Mack, Jonathan Lipp

Staff: Sandra Gajic (call in), Lex Poppens, Ed Holmes, Jacquie Goetz, Emily Gruenewald, Iva Ugrcic

Action Items:

1. Send the Nomination Form reminder to the entire Board and senior staff – Ugrcic
 2. OCF Board Committees update: Ana Hooker, Secretary – Ugrcic
 3. Distribute May Programming Summary to the entire Board and include it in the future Board packages - Ugrcic
 4. Distribute Create Today Governance Practice materials to the entire Board – Ugrcic
 5. Board of Directors meeting schedule draft (month – week - day) – Custer & Ugrcic
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Call to Order

The meeting was called to order on a Custer/Gassman motion at 4:05 PM. A quorum was present.

Consent Agenda approval

The consent agenda was approved on a Custer/Gassman motion. Motion passed on a voice vote. All in favor.

- Minutes of May 28th, 2019
- Chair's Report
- President's Report

Special Board Discussion

- Board Giving
Custer thanked everyone that have given so far, putting the Board at above 96% of Board giving. There are still couple of more Board members that are about to give. The goal is to reach the 100% of Board giving by the end of this fiscal year.
- Board Meeting Frequency and Length
On June 17, Governance and Executive Committee had a 4-hour long workshop with the Create Today. One of the many topics discussed during this meeting was the frequency and lengths of the Board meetings. Their observation was that the OCF Board meets far more frequently than

the other PAC Boards. Most meet 4 times per year and conduct most of their business at the committee level. OCF Board currently meets 10 times a year (every month except December and July in 2019). As this is a major drawback for potential Board members (per Surdyk's comment), the suggestion is to meet less frequently: 6 regular meetings + 1 Strategic Planning/Board building meeting. Since the fiscal year ends in June one of the Board meetings needs to be during that month. 4th week of the month would be ideal due to financial reporting timeline. Custer and Ugric will work on the future Board meetings draft calendar and distribute to the entire Board. Once that is determined, a color-coded calendar will be created and send out.

- Ana Hooker to be Secretary until September – Vote
Custer/Gassman motion to approve Ana Hooker's role as the Board Secretary until September. Motion passed on a voice vote. All in favor.

Closed Session

Custer/Christensen motion to move into the closed session based on Article III, Sec. 4 of the By Laws of Overture Center Foundation, the board may go into executive session to discuss these agenda items for consideration of matters in which private personal financial information may be at issue, or for consideration of matters related to business activities which, if discussed publicly, could adversely affect the business of Overture or negotiations or strategy; to judicial proceedings and consultation with counsel regarding the same.

Governance Committee Report - Charlie Saeman, Governance Chair

Finance Committee Report - John Surdyk, Finance Chair and Chris Vogel, CFO
May Financial Statements

Development Committee report - Katie Dowling Marcus, Development Chair

Marketing Committee report - Bryan Chan, Marketing Co-Chair

Executive Session - Betty Harris Custer, Chair

Adjourn

Custer/Saeman motion to adjourn the meeting at 25

Upcoming events and dates to note:

Volunteer Appreciation Party – Thursday, June 27th at 5 PM
Governance Committee meeting - Wednesday, July 3rd, 9 AM
Executive Committee meeting – Wednesday, July 24th, 4 PM
Capital Fund Committee meeting – Monday, August 5th, 3:30 PM
Investment Committee meeting - Friday, August 9th, 8 AM
Finance Committee meeting – Monday, August 19th, 8 AM
Executive Committee meeting – Tuesday, August 20th, 4 PM